Jeffrey W. Shields (USB #2948)

Lon A. Jenkins (USB #4060)

Troy J. Aramburu (USB #10444)

#### JONES WALDO HOLBROOK & McDONOUGH, PC

170 South Main Street, Suite 1500

Salt Lake City, Utah 84101

Telephone: (801) 521-3200

Counsel to Unsecured Creditors' Committee

## IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF UTAH

In re:

Bankruptcy No. 09-29905

EASY STREET HOLDING, LLC et al.,1:

(Jointly Administered with Cases 09-29907 and 09-29908)

Debtors.

Chapter 11

Honorable R. Kimball Mosier

FIFTH PROFESSIONAL FEE REQUEST FOR JONES WALDO HOLBROOK & MCDONOUGH, PC, COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE PERIOD MARCH 1, 2010 THROUGH AND INCLUDING MARCH 31, 2010.

The Official Committee of Unsecured Creditors (the "Committee") for the above captioned debtors and debtors in possession (collectively the "Debtors"), by its counsel, Jones Waldo Holbrook & McDonough, PC, ("Jones Waldo") pursuant to the Court's Order entered December 15, 2009 establishing monthly fee and expense reimbursement procedures ("Interim Payment Order") hereby submits its fifth fee request (the "Fee Request") for the period of March 1, 2010 through and including March 31, 2010 (the "Fee Period").

The Debtor entities are Easy Street Holding, LLC, Easy Street Partners, LLC, and Easy Street Mezzanine, LLC.

Jones Waldo professionals have recorded their time spent in performing services, as shown in the attached Exhibit "A," into the following matters:

Matter No.	Matter Name
0001	Asset Analysis and Recovery
0002	Asset Disposition
0003	Case Administration
0004	Claims Administration & Objections
0005	Fee/Employment Applicants
0006	Fee/Employment Objections
0007	Financing/Cash Collateral
0008	Litigation
0009	Plan and Disclosure Statement
0010	Lien/Security Interest Investigation
0011	BayNorth Litigation
0012	WestLB Litigation

Pursuant to the Interim Payment Order, professionals employed by Order of the Court to represent the Debtor or the Official Committee of Unsecured Creditors are authorized to request from the Debtor payment for services rendered and expenses incurred during the fee period equal to eighty percent (80%) of the fees sought and one hundred percent (100%) of the expenses incurred during the Fee Period. Jones Waldo's fees and expenses are as follows:

Month	Hours	Fees	80% of Fees	Expenses	Total (80% of Fees and 100% of expenses)
March	60.25	\$17,170.00	\$13,736.00	\$196.08	\$13,932.08

Attached as Exhibit "A" are detailed statements for which payment is being sought. Statements may be redacted, to the extent necessary, to exclude, privileged, work product, litigation strategy and confidential information. Each statement includes the total time expended,

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identity of professional providing services, hourly billing rate, and detailed description of services rendered.

Pursuant to Interim Fee Order, parties must file objections to the Fee Request within ten (10) days from the date it is received. Any objection must have a description of the specific subject matter and services in dispute and state the amount in dispute. It is not sufficient to simply object to all fees and expenses. Fees and expense not objected to will be paid by the Debtors or, if the total of 80% of fees and 100% of expenses of estate professionals exceeds \$125,000 per month, the fees and expenses will be pro-rated among fees and expenses of estate professionals for that month which are not objected to.

DATED this 27th day of April, 2010.

JONES WALDO HOLBROOK & McDONOUGH, PC

/s/ Lon A. Jenkins
Jeffery W. Shields
Lon A. Jenkins
Troy J. Aramburu

Counsel to Unsecured Creditors' Committee

#### **CERTIFICATE OF SERVICE**

I hereby certify that on this 27th day of April, 2010 I caused a true and correct copy of the foregoing Fifth Professional Fee Request for Jones Waldo Holbrook & McDonough, PC, Counsel for the Official Committee of Unsecured Creditors, for the Period March 1, 2010 Through and Including March 31, 2010 to be served in the manner indicated below.

#### **ECF Notification:**

- Kenneth L. Cannon kcannon@djplaw.com, khughes@djplaw.com
- Scott A. Cummings cummings.scott@dorsey.com
- Mary Margaret Hunt hunt.peggy@dorsey.com, wardle.gay@dorsey.com
- Annette W. Jarvis jarvis.annette@dorsey.com, smith.ron@dorsey.com;slc.lit@dorsey.com;brown.patricia@dorsey.com
- Michael R. Johnson mjohnson@rqn.com, agale@rqn.com
- Anthony C. Kaye kaye@ballardspahr.com
- Benjamin J. Kotter kotter.benjamin@dorsey.com
- Adelaide Maudsley maudsley@chapman.com, jemery@chapman.com
- Steven J. McCardell smccardell@djplaw.com, khughes@djplaw.com
- John T. Morgan tr john.t.morgan@usdoj.gov, james.gee@usdoj.gov
- David W. Overholt doverholt@rsolaw.com, abachman@rsolaw.com
- Jessica G Peterson jpeterson@djplaw.com
- Knute Rife karife@rifelegal.com
- Jeffrey L. Shields jlshields@cnmlaw.com, njpotter@cnmlaw.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov

And via first class mail, postage prepaid upon the following:

Appraisal Group, Inc. Attn: Paul W. Throndsen, MAI 7396 S Union Park Avenue, #301 Midvale, UT 84047

BDRC 4 Site, LLC Attn: Bryan W. Dorsey 305 NE Loop 820, Ste 109 Hurst, TX 76053 Michael V. Blumenthal Crowell & Moring LLP 590 Madison Avenue, 20th Floor New York, NY 10022

Steven B. Eichel Crowell & Moring LLP 590 Madison Avenue, 20th Floor New York, NY 10022 Anthony S. Fiotto Goodwin Procter LLP Exchange Place Boston, MA 02109

Gemstone Hotels & Resorts, LLC Attn: Jeff McIntyre, Principal 1912 Sidewinder Drive, #104 Park City, UT 84060

Corbin B. Gordon 345 West 600 South, Suite 108 Heber City, UT 84032

Brian W. Harvey Goodwin Procter LLP The New York Time Building 620 Eighth Avenue New, NY 10018-1405

Ambica Mohabir Goodwin Procter LLP Exchange Place Boston, MA 02109 WestLB, AG 1211 Ave. of the Americas, 24<sup>th</sup> Floor New York, NY 10036-8705

Easy Street Holding, LLC 4780 Winchester Court Park City, UT 84098

Easy Street Partners, LLC 4780 Winchester Court Park City, UT 84098

Easy Street Mezzanine, LLC 4780 Winchester Court Park City, UT 84098

Joseph E. Wrona WRONA LAW OFFICES, P.C. 1745 Sidewinder Drive Park City, UT 84060

Bruce J. Zabarauskas Crowell & Moring LLP 590 Madison Avenue, 20th Floor New York, NY 10022

/s/	Re	becca	Huot

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# **EXHIBIT A**

## JONES, WALDO, HOLBROOK & McDONOUGH

A Professional Corporation

ATTORNEYS AND COUNSELORS
Post Office Box 45444
Salt Lake City, UT 84145-0444
Telephone (801) 521-3200
Facsimile (801) 328-0537
www.joneswaldo.com

Easy Street Unsecured Creditors Committe

April 27, 2010 Invoice: 1488473

22414.0003 Case Administration

Prior Activity		
Previous Balance Due as of	f March 15, 2010	\$ 7,690.14
04/14/10	Cash Receipt	-66.64
Total Past Due Balance (I	\$ 7,623.50	
Current Activity		
Current Fees		3,641.00
Current Expenses		47.94
Total Current Balance Due for Invoice 1488473		\$ 3,688.94
Total Due (For Past Due A	Activity and Current Activity)	\$ 11,312.44

22414.0003 Case Administration

			Fee Detail
Date	Atty	Hours	Description
03/03/10	LAJ	0.30	Draft update email to C. Elliott.
03/03/10	LAJ	0.20	Email exchange with T. Shaner re Committee meeting schedule.
03/04/10	LAJ	0.20	Email exchanges with C. Elliott re Committee action.
03/05/10	LAJ	0.80	Draft Minutes of 2/22/10 meeting.
03/08/10	LAJ	0.30	Emails to Committee Members and Jeff Shields re scheduling Committee meeting and discuss developments.
03/12/10	JYS	1.25	Committee conference call.
03/12/10	LAJ	1.30	Attend Committee Meeting; conduct same.
03/12/10	LAJ	0.40	Conferences with Jeff Shields re tasks as follow-up to Committee directive.
03/15/10	LAJ	0.20	Email R. Havel, A. Jarvis re changes in status of case.
03/16/10	LAJ	0.40	Review DIP monthly reports filed 3/15/10.
03/17/10	LAJ	0.30	Review Amended Notice of Confirmation; email Committee re same; email C. Elliott re meeting.
03/18/10	LAJ	0.30	Emails with C. Elliott, Members re Committee meeting and topics.
03/19/10	LAJ	0.20	Emails with Committee re continued meeting.
03/22/10	LAJ	0.30	Review ECF notifications.
03/24/10	LAJ	0.20	Draft notice of 3/26 Committee meeting; email same.
03/24/10	LAJ	0.80	Draft Minutes from 3/12/10 Committee Meeting.
03/25/10	LAJ	0.30	Draft Agenda for 3/26 meeting; email to Members.
03/25/10	LAJ	0.20	Conference with Sherry Glendening re docketing.
03/26/10	JYS	1.20	Participate in Committee conference call.
03/26/10	LAJ	0.50	Review pleadings, notes; outline discussion topics for Committee meeting.
03/26/10	LAJ	0.90	Conduct Committee meeting.
03/31/10	LAJ	0.80	Draft Minutes.
Total Hours	<b>;</b>	11.35	

Attorney	Rate	Hours	Amount
Shields, Jeffery	\$ 360.00	2.45	\$ 882.00
Jenkins, Lon A	310.00	8.90	2,759.00

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April 27, 2010 Invoice No.:1488473

Date	Description	Amount
	Long Distance Telephone Charges Postage	38.79 9.15
Dichure	ements Tatal	\$ 47.94

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Easy Street Unsecured Creditors Committe

April 27, 2010 Invoice: 1488474

22414.0004 Claims Administration & Objections

Prior Activity		
Previous Balance Due as o	of March 19, 2010	\$ 849.00
04/14/10	04/14/10 Cash Receipt	
Total Past Due Balance (	Total Past Due Balance (If payment has been sent, disregard this balance)	
Current Activity		
Current Fees		907.00
Current Expenses		0.00
Total Current Balance Due for Invoice 1488474		\$ 907.00
Total Due (For Past Due	Activity and Current Activity)	<b>\$ 1,632.00</b>

April 27, 2010 Invoice No.:1488474

22414.0004 Claims Administration & Objections

			Fee Defail
Date	Atty	Hours	<b>Description</b>
03/02/10	LAJ	1.30	Read Claim Objections filed by Debtor, Motion to set value of assets.
03/02/10	SDG	0.30	Cursory review of Debtor's Ex Parte Motion for Leave to File Omnibus Objection to and Motion to Allow Homeowners Claims reduced amount.
03/02/10	SDG	0.20	Cursory review of Response to Objection to proof of interest filed by BayNorth.
03/02/10	SDG	0.70	Review Debtor's objections to claims; calendar and docket hearing and deadline for response.
03/10/10	LAJ	0.50	Read pleadings for hearing on Debtor's objection to Bay North proof of interest.
03/11/10	LAJ	0.70	Hearing on claim objection.
Total Hours	i	3.70	

	Fee Summary		
Attorney	Rate	Hours	Amount
Jenkins, Lon A	\$ 310.00	2.50	\$ 775.00
Glendening, Sherry D	110.00	1.20	132.00
Total Hours and Fees:		3.70	\$ 907.00

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Easy Street Unsecured Creditors Committe

April 27, 2010 Invoice: 1488475

22414.0005 Fee / Employment Applicants

Prior Activity		
Previous Balance Due as o	f March 15, 2010	\$ 12,021.00
04/14/10	Cash Receipt	-4,594.00
Total Past Due Balance (	If payment has been sent, disregard this balance)	\$ 7,427.00
Current Activity		
Current Fees		3,140.00
Current Expenses		0.00
Total Current Balance Due for Invoice 1488475		\$ 3,140.00
Total Due (For Past Due A	Activity and Current Activity)	\$ 10,567.00

22414.0005 Fee / Employment Applicants

			Fee Detail
			1.C.D.Call
Date	Atty	Hours	Description
03/03/10	LAJ	1.00	Review professionals' fee applications.
03/04/10	LAJ	1.80	Review fee applications.
03/05/10	SDG	2.20	Research re Fee Application protocols, review various fee applications and conference with L. Jenkins re same.
03/08/10	SDG	0.50	Review fee application of Crowell & Moring re hourly rates; conference with L. Jenkins re same.
03/09/10	LAJ	0.60	Invoice review for 4th request.
03/09/10	SDG	0.20	Filed Certificate of Service re Objection to fee application.
03/12/10	LAJ	0.20	Review Wrona 4th fee request.
03/16/10	LAJ	0.30	Prepare for fee application hearings.
03/16/10	LAJ	0.70	Attend fee application hearings.
03/18/10	LAJ	0.20	Review orders on Debtors' professional's fee applications.
03/18/10	LAJ	0.30	Review, edit order on Jones Waldo fee application; conference with Sherry Glendening re same.
03/18/10	LAJ	0.80	Review, edit February invoices for fee submission.
03/22/10	LAJ	1.00	Review, edit revised invoices for filing with monthly fee submission.
03/23/10	LAJ	1.00	Attend to final review of February fee submission; draft same.
03/24/10	LAJ	0.50	Review fee submissions for estate professionals.
03/25/10	LAJ	0.40	Review Durham Jones 4th fee request.
03/30/10	LAJ	0.30	Review orders re professional compensation.
Total Hour	S	12.00	

	Fee Summary	3 to 20	
Attorney	Rate	Hours	Amount
Jenkins, Lon A	\$ 310.00	9.10	\$ 2,821.00
Glendening, Sherry D	110.00	2.90	319.00
Total Hours and Fees:		12.00	\$ 3,140.00

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Easy Street Unsecured Creditors Committe

April 27, 2010 Invoice: 1488476

22414.0006 Fee / Employment Objections

Prior Activity		
Previous Balance Due as o	\$ 1,096.60	
04/14/10 Cash Receipt		-93.60
<b>Total Past Due Balance (</b>	If payment has been sent, disregard this balance)	\$ 1,003.00
<b>Current Activity</b>		
Current Fees		4,383.00
Current Expenses	0.00	
Total Current Balance D	\$ 4,383.00	
Total Due (For Past Due 2	Activity and Current Activity)	\$ 5,386.00

22414.0006 Fee / Employment Objections

April 27, 2010 Invoice No.:1488476

			Fee Detail
Date	Atty	Hours	Description
03/04/10	LAJ	1.30	Read, analyze fee objection precedents.
03/05/10	LAJ	2.60	Review Debtors' professionals' fee applications with attached invoices for possible objections.
03/08/10	BQW	1.00	Research re District of Utah cases re standard for reasonableness of attorneys fees incurred in
05,00,10			representation of a debtor.
03/08/10	LAJ	1.70	Read cases from B. Worthen re standards for professional compensation in Utah.
03/08/10	LAJ	0.90	Draft Objection to C&M fee application.
03/08/10	LAJ	1.00	Draft Objection to Crowell fee application.
03/08/10	LAJ	0.70	Draft Objection to Crowell fee application.
03/08/10	LAJ	0.40	Conferences with Sherry Glendening re determining C&M fee amounts for specific tasks.
03/08/10	LAJ	0.90	Finalize for filing Objection to Crowell fee application.
03/08/10	SDG	0.50	Conference with L. Jenkins; finalize and file Objection to fees of Crowell & Moring, cause same to be served.
02/02/10	and	0.40	Assist L. Jenkins with preparation of Objection to Fee Application.
03/08/10	SDG	0.60	Assist L. Jenkins with fee application objection
03/08/10	SDG	0.50	Finalize fee application objection.
03/09/10	LAJ	0.60	Read West LB objection to fees.
03/09/10	LAJ	0.30	Conference with Sherry Glendening and review Certificate of Sevice on fee objection to ensure
03/09/10	LAJ	0.30	proper service.
03/09/10	LAJ	0.20	Email exchange with M. Blumenthal re our objection to C&M's fees.
03/09/10	LAJ	0.20	Email exchange with Jeff Shields re strategy re fee objection.
03/09/10	SDG	0.40	Draft Certificate of Service on Objection to Fee Application.
03/10/10	LAJ	0.20	Email exchanges with M. Blumenthal re fee application objection.
03/12/10	LAJ	0.20	Telephone conference with C. Elliott re objections to fee applications.
03/12/10	LAJ	0.30	Telephone conferences with M. Blumenthal re Committee objection to C&M fee application.
03/15/10	LAJ	0.40	Telephone conference with M. Blumenthal re negotiation of reductions to Crowell fee application.
03/15/10	LAJ	0.60	Review, analyze C&M fee application for settlement proposal on reductions; calculate same.
Total Hour	rs ·	15.80	

	Rate	Hours	Amount
enkins, Lon A	\$ 310.00	12.80	\$ 3,968.00
Vorthen, Brock	195.00	1.00	195.00
Glendening, Sherry D	110.00	2.00	220.00

April 27, 2010 Invoice No.:1488476

22414.0006 Fee / Employment Objections

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ATTORNEYS AND COUNSELORS
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Salt Lake City, UT 84145-0444
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Easy Street Unsecured Creditors Committe

April 27, 2010 Invoice: 1488477

22414.0009 Plan & Disclosure Statement

Prior Activity		
Previous Balance Due as of M	Iarch 15, 2010	\$ 24,942.14
04/14/10	Cash Receipt	-17.64
Total Past Due Balance (If p	ayment has been sent, disregard this balance)	\$ 24,924.50
Current Activity		
Current Fees		3,952.00
Current Expenses		148.14
Total Current Balance Due	for Invoice 1488477	\$ 4,100.14
Total Due (For Past Due Act	ivity and Current Activity)	\$ 29,024.64

22414.0009 Plan & Disclosure Statement

			Fee Detail
Date	Atty	Hours	<b>Description</b>
03/01/10	LAJ	0.40	Evaluate settlement scenarios.
03/01/10	SDG	0.60	Review order approving amended disclosure statement and setting forth deadline with respect
03/01/10	520	3.55	to confirmation of plan; calendar and docket same.
03/02/10	JYS	1.50	Review several inbound pleadings including Disclosure Statement, Bay North objections,
00.02.10			claim objections, omnibus orders.
03/02/10	LAJ	0.20	Telephone conference with K. Cannon re ballot error.
03/02/10	LAJ	0.30	Email to Committee re balloting error.
03/02/10	SDG	0.30	Review of Motion for entry of Order determining value of Sky Lodge; calendar and docket
			deadline for response and hearing.
03/03/10	LAJ	0.20	Telephone conference with C. Elliott re balloting.
03/04/10	LAJ	0.20	Review West LB discovery notices.
03/04/10	SDG	0.30	Calendar and docket deadline re Subpoena issued to Strategic Capital Partners, Deposition of
			Kim Sallengier and Easy Street Partners.
03/08/10	LAJ	0.20	Emails with S. Brown, C. Elliott re developments regarding plan fund.
03/08/10	LAJ	0.20	Read West LB reservation of rights.
03/08/10	LAJ	0.30	Telephone conference with M. Blumenthal re report on plan fund issues, developments.
03/08/10	SDG	0.40	Calendar and docket Debtors Notice of Hearing on Easy Street Partners Motion to Extend
			Exclusive Period.
03/09/10	LAJ	0.90	Analyze lawsuit, plan re strategy for plan objection.
03/09/10	LAJ	0.20	Email exchange with C. Elliott re plan developments.
03/10/10	LAJ	0.30	Review notices of continued depositions.
03/11/10	SDG	0.30	Review Notice of extended deadline for Easy Street Partners to respond to request for
			documents, calendar and docket same.
03/12/10	LAJ	0.20	Emails with M. Blumenthal re plan funder issues.
03/12/10	LAJ	0.60	Analyze plan options re plan funder uncertainty.
03/15/10	LAJ	0.30	Draft lengthy email to Committee Members re status of confirmation proceedings - delayed.
03/15/10	LAJ	0.30	Draft lengthy email to Jeff Shields re issues for consideration re plan confirmation issues.
03/15/10	LAJ	0.20	Telephone conference with M. Blumenthal re status of plan funder.
03/16/10	LAJ	0.20	Conference with KLC re confirmation hearing schedule.
03/24/10	LAJ	0.50	Telephone conference with M. Blumenthal re developments related to plan funder and related issues.
03/26/10	JYS	0.20	Review inbound orders relating to exclusivity extensions for Mezzaninne and Holdings.
03/26/10	LAJ	0.80	Read pleadings re appraisals, claim estimation, extension of exclusion periods.
03/29/10	LAJ	0.20	Telephone conference with K. Cannon re valuation hearing tomorrow.
03/30/10	LAJ	0.50	Read pleadings for hearings today.
03/30/10	LAJ	0.90	To court, attend various hearings: (1) valuation; (2) homeowners' claim estimation; (3) extension of exclusive period; return from court.
03/31/10	LAJ	0.30	and the second s
03/31/10	LAJ	0.20	Emails with M. Blumenthal re LOI from plan funder.
03/31/10	LAJ	1.30	
03/31/10	LAJ	0.20	

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April 27, 2010 Invoice No.:1488477

22414.0009 Plan & Disclosure Statement

Fee Detail

Description Atty Hours Date 13.70

**Total Hours** 

	Fee Summary		
Attorney	Rate	Hours	Amount
Shields, Jeffery	\$ 360.00	1.70	\$ 612.00
Jenkins, Lon A	310.00	10.10	3,131.00
Glendening, Sherry D	110.00	1.90	209.00
Total Hours and Fees:		13.70	\$ 3,952.00

Date	Description	Amoun
	Long Distance Telephone Charges	50.42
	In house photo copies - 482 pages @ 0.20	96.40
	Postage	1.32

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Post Office Box 45444
Salt Lake City, UT 84145-0444
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Easy Street Unsecured Creditors Committe

April 27, 2010 Invoice: 1488478

22414.0011 Bay North Litigation

Prior Activity	
Previous Balance Due as of February 15, 2010	\$ 2,541.00
Total Past Due Balance (If payment has been sent, disregard this balance)	\$ 2,541.00
Current Activity	
Current Fees	186.00
Current Expenses	0.00
Total Current Balance Due for Invoice 1488478	\$ 186.00
Total Due (For Past Due Activity and Current Activity)	\$ 2,727.00

April 27, 2010 Invoice No.:1488478

22414.0011 Bay North Litigation

Fee Detail					
Date	Atty	Hours	Description		
03/01/10	LAJ		Email K. Cannon re deposition of Bay North.		
03/03/10	LAJ	0.50	Review documents re Bay North deposition.		
Total Hours	i	0.60			

	Fee Summary		
Attorney	Rate	Hours	Amount
Jenkins, Lon A	\$ 310.00	0.60	\$ 186.00
Total Hours and Fees:		0.60	\$ 186.00

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Easy Street Unsecured Creditors Committe

April 27, 2010 Invoice: 1488479

22414.0012 WestLB Litigation

Prior Activity		
Previous Balance Due as of March 15, 2010	\$ 10,467.00	
Total Past Due Balance (If payment has been sent, disregard this balance)	\$ 10,467.00	
Current Activity		
Current Fees	961.00	
Current Expenses	0.00	
Total Current Balance Due for Invoice 1488479	\$ 961.00	
Total Due (For Past Due Activity and Current Activity)	\$ 11,428.00	

Desc Main

April 27, 2010 Invoice No.:1488479

22414.0012 WestLB Litigation

D-4-	A 44	Harring	Description
Date	Atty	Hours	Analyze issues re requiring answer/response from West LB.
03/03/10	LAJ	0.40	•
03/05/10	LAJ	0.50	Draft notice to West LB re answer to Complaint.
03/10/10	LAJ	0.40	Revise correspondence to R. Havel.
03/12/10	LAJ	0.20	Conferences with KR and finalize West LB demand.
03/24/10	LAJ	0.80	Review complaint, caselaw; analyze plan treatments to prepare for meeting with West LB.
03/24/10	LAJ	0.60	Conference with A. Jarvis re discussion of Committee v. West LB litigation.
03/26/10	LAJ	0.20	Review correspondence from Sidley & Austin.

Fee Summary						
Attorney	Rate	Hours	Amount			
Jenkins, Lon A	\$ 310.00	3.10	\$ 961.00			
Total Hours and Fees:		3.10	\$ 961.00			